SUPPLEMENT TO OWNER ARCHITECT CONTRACT

The following information is provided as a supplement to the agreement between Shelby County and archimania, specifically the X. CONTRACT REQUIREMENTS including Articles 1 through Articles 26, A. INDEMNIFICATION AND INSURANCE REQUIRMENTS and B. RIGHT TO MONITOR AND AUDIT.

Request for Proposal –

"Architectural and Engineering Design Services (Mixed-Use Redevelopment of 157 Poplar Avenue)"

RFP # 08-010-27

1 General Information.

Respondent . **archimania** (LOSB-S-0409-11922)
Primary Contact Person . Barry Alan Yoakum, AIA, LEED AP
Email address . byoakum@archimania.com
Telephone . 901.527.3560
Fax number . 901.527.5018

Our recommended team will consist of:

- **archimania** (a SBE) for architecture, project management and team leadership
- **Self Tucker Architects** (a SBE/MBE) for design input and construction administration assistance
- **Walker Parking Consultants (WPC)** for structural engineering and parking specialties
- **MEDFAC Engineering** (a SBE) for Mechanical/Electrical/Plumbing, Fire Protection and Data Infrastructure Engineering
- **Metro Construction** for costing/construction feasibility
- **Barge Waggoner Sumner & Cannon (BWS&C)** for civil and traffic engineering/landscape architecture
- **Benya Lighting** (a SBE) for urban lighting

We certify that:

(i) Barry Yoakum, AIA and Todd Walker, AIA, Principals of archimania, are authorized to negotiate with the County on behalf of archimania.

(ii) Barry Alan Yoakum, AIA, is an agent authorized to submit proposals on behalf of archimania;

(iii) all declarations in the proposal and attachments are true to the best of reasonable knowledge;

(iv) all aspects of the proposal, including cost, have been determined independently, without consultation with any other prospective Proposer or competitor for the purpose of restricting competition;

(v) the offer made in the proposal is firm and binding for 90 days after receipt of the proposal by the County; and

(vi) all aspects of this RFP and the proposal submitted are binding for the duration if this proposal is selected and a contract awarded.

Signed by:

barry alan yoakum

Barry Alan Yoakum, AIA, LEED AP / President

archimania

2 Your Project and Compensation.

The development design for the site at 157 Poplar Avenue is to be transformed into an urban site that achieves the County's design goals by 1/ resolving the parking needs with a minimum of 500 to 600 spaces, a jury room for 400 persons, hallway, vending, restrooms, and offices space for four people, and 1.1/ first floor retail ready frontage along Poplar Avenue and 2/ designing the county underground infrastructure component and expediting the overall design process to accomplish each component with minimum disruption to the county. The design of the entire project will apply LEEDS approach without commissioning and/or certification to the extent allowed in the project budget. The project has two major components with an overall projected design fee ($854,796) plus projected reimbursable expenses of $52,200 for a total fixed fee of $906,996.

3 Target Construction Cost, Compensation, Structure, and Deliverables.

The Target Construction Cost (TCC) for the project is $10,532,000. Compensation will be a fixed fee as indicated in Section 2.

We have included an allowance of $52,200 for these direct expenditures. These items will be reviewed and approved on a case-by-case basis.

Also, we have attached a copy of our Certificate of Liability Insurance to demonstrate that we meet your requirements.

Deliverables.

We will prepare detailed written reports and drawings, three (3) copies of any major report/submittal, and one (1) copy of the PDF files of said reports/submittals for the County's use.

OVERALL

archimania will be the prime design architect for the project, providing all coordination with Shelby County representatives and other project team consultants. We will work in conjunction with our team of consultants to collect and analyze programmatic information and to provide insight into development strategies and options. As the project evolves, archimania will be responsible for the overall design and architecture of the project with the various consultants providing their necessary expertise. We will provide via our consultants and us the following disciplines:

- Architecture;
- Project Design leadership and management;
- Traffic Engineering;
- Demolition;
- Civil/Site/Environmental Engineering;
- Geotechnical Engineering;
- Surveying;
- Landscape Architecture;
- Mechanical/Plumbing Engineering;
- Electrical Engineering;
- Fire Protection Engineering;
- Data/Site Infrastructure Engineering;
- Project Printing/Reproduction for non-bid sets;
- Construction Cost Estimating;

A. ARCHITECTURE

archimania will be the Prime Consultant and Architect-of-Record for the parking structure. Based upon aesthetic direction of the parking structure envelopes, archimania will coordinate the design process with WPC and other parking structure design team members. The design will be developed by archimania, and WPC will work closely with archimania to confirm that the selected architectural concepts will maximize long-term durability and the façade will properly interface with the structural support system. We will be responsible for completing the required architectural construction

documents (façade, stair elevator tower plans, etc.) for the parking structure. We envision that the architecture for the parking structure will be understated but well conceived in order to relate to the urban environment and its place as a civic property. archimania will be responsible for the complete project.

B. TRAFFIC ENGINEERING

BWS&C will provide traffic engineering to confirm the proposed design works with the city of Memphis. All traffic studies and traffic engineering required outside of the parking structure will be by the traffic engineer.

C. CIVIL DESIGN/LANDSCAPE ARCHITECTURE

BWS&C will provide a site survey to obtain the latest topographical elevations, identify utilities and their inverts, easements, property lines and identify/locate other site items on and adjacent to the site. We will provide final site plans including soil erosion control, utility connections, and landscaping outside the footprint of the parking structure.

D. PARKING CONSULTING

WPC will develop the internal traffic flow plans and pedestrian flow paths for the parking structure. We will work to develop the functional layouts for the parking structure. They will assist archimania with the locating of the stair and elevator towers in relation to pedestrian circulation.

They will also assist in selecting the most viable alternative that meets the goals of the project. The striping plans for the parking structure will be developed by WPC, but all design of items outside the footprint of the parking structure will be by archimania.

They will provide parking structure interior signage drawings and specifications for locations and messages to direct the driver and pedestrian through the structure. The signage drawings will depict a standard parking structure signage system. A more detailed wayfinding system will be provided by archimania. They will provide parking access and revenue control systems (PARCS) and detailed technical specifications for PARCS will be provided, as will detailed enlarged plans of the parking equipment areas to ensure that they conform to proper design practice. Proposals submitted by the PARCS vendors will be analyzed and a system recommended.

E. STRUCTURAL DESIGN

WPC will be the Structural Engineer-of-Record for the stand-alone parking structure and the structural system is unknown at this time. The long-term structural durability of the parking structure is important to reduce long term repair costs and special emphasis will be placed on:

1. Concrete compressive strength and water/cement ratio.
2. Air entrainment.
3. Epoxy coated reinforcing steel.
4. Concrete cover over the reinforced steel.
5. Specialty admixtures.
6. Recommended sealer system.
7. Location and selection of control, construction and expansion joints.
8. Key structural connections and details that minimize potential cracking areas.
9. Recommended concrete construction placement and curing methods.
10. Waterproofing.

F. MECHANICAL/ELECTRICAL/PLUMBING/FIRE PROTECTION AND DATA INFRASTRUCTURE ENGINEERING

MEDFAC will provide the design of mechanical, electrical, plumbing, fire protection systems and data infrastructure engineering in the parking structure and site.

Typical floor slopes required for adequate drainage will be recommended and will be set by the structural design for the stand alone parking structure. General wash down water requirements to help clean the parking facilities will also be provided.

G. PERMIT PROCESS

We will provide one reproducible copy of drawings and specifications for use in obtaining permits. These will be in both hard copy as well as PDF format. We are prepared to issue the Foundation Package separately from the Superstructure Documents. We will lead and be responsible for the permitting/approval process.

H. GENERAL SERVICES

We recommend that all site testing and inspection services be subcontracted by archimania inclusive of environmental, concrete, foundation, and other materials testing. It is assumed that testing services, any environmental engineering or mitigation, security design, detailed construction cost estimating, reinforcement inspection, landscape design, civil/traffic/air quality engineering, and historic/cultural research or consulting is by others. Our team will make periodic site visits to observe construction and assist in interpretation of the construction documents.

I. SCHEDULE

We are prepared to commence work on this project upon receipt of a written notice to proceed. Upon award of the project, we will work with Shelby County to develop a mutually agreeable schedule. Generally, we estimate that the minimum phase durations will be six months for design and construction to be determined.

j. SCOPE OF SERVICES

Parking Structure Functional and Structural Design and Other Components

Schematic Design Phase

1. We will meet as the project team to develop an initial concept for the parking structure designs and layouts and to discuss and review the project scope, milestone schedule dates, requirements, approval process, project schedule and other issues that pertain to the design of the parking facilities.

   WPC will provide parking consulting services during the early project phases to support archimania's and the project teams' efforts. archimania will take the lead in performing overall massing and location of the buildings and parking structures and provide schematic design phase level elevations, sections, renderings, etc. WPC will review and comment on the functional aspects of parking structure size, location, entry/exit, etc.

2. We will review information pertaining to soils reports, and ADA requirements for accessibility.

3. We will perform the code review and permitting process, meet with the Fire Marshal and other appropriate code officials as required to review requirements and expectations they would have concerning access to the parking facility and other nearby buildings. The consultants will assist archimania in this task as needed for the parking structure.

4. We will develop a design scheme that best meets the County's requirements of the parking structure to include the striping layout, entrance/exit layout, number of parking spaces, restricted parking areas, stacking areas, framing plan, etc.

5. We will prepare AutoCAD drawings illustrating the striping layout, location of handicapped accessible spaces, entrance/exit layouts, number of parking spaces, slopes of the parking ramps, restricted parking areas, stacking areas, framing plan, etc.

6. WPC lead the process of selections of the structural system analysis for the parking structure considering:

   a. Initial Cost
   b. Schedule
   c. Quality
   d. Maintenance and Life Cycle Cost
   e. Availability of traditional systems and newer systems coming into the picture.

7. Perform an internal traffic flow analysis to confirm the traffic carrying capacity of the ramping system and to determine the proper number and configuration of entry and exit lanes.

8. Review and comment on the estimate of probable construction costs for the parking structure portion of the project.

9. Provide information for the parking structure portions of the project to your selected civil/site engineer, or others, for land development and zoning approval by the local authorities. The submittal will be made by others.

10. Perform internal quality control review of the work within the design scope of services.

11. Design and coordinate all parking floor plans, structural grid system, internal traffic isometrics, car counts, etc. and preliminary specifications as needed.

12. Prepare a final Schematic Phase Design Package, which will include drawings for all parking floor plans, structural grid system, internal traffic isometric and car counts.

Design Development Phase

1. Upon written approval of the Schematic Design Phase, proceed with the Design Development Phase.

2. Further refine the parking structure design concept drawings with more detailed consideration of the following:

   Functional
   - The location of vehicular entrances and exits as well as location of other types of space in the parking structure.
   - Ground, typical, and top tier plans showing overall dimensions, bay sizes, striping layout, floor slopes, floor drains, other critical detail locations, and car count.
   - The impact of ADA regulations regarding accessible parking spaces for persons with disabilities.
   - The location of PARCS and the area required for equipment installation.
   - Preliminary graphics concepts to include parking structure interior signage, sign style and colors, sign location and text.

   Structural
   - Foundation plan layout with key dimensions.
   - Ground, typical and roof top plaza tier plans with key dimensions and critical detail locations.
   - Wall elevations and sections, if required.
   - Preliminary slab, beam and column sizes.
   - Typical sections and details.

   All other design entities will provide appropriate level documents for this stage of drawings.

3. Meet with representatives of the Project Team to review progress of the Design Development documents.

4. Perform an in-house quality peer review of all design documents to confirm that the original design intent and technical requirements are met.

5. Meet with representatives of the Project Team to present and discuss the Design Development drawings and specifications.

6. Comment on the estimate of probable construction costs, prepared by others, for the parking structure portions of the project.

Construction Document Phase

1. Upon written authorization, prepare construction drawings and specifications for structural, PARCS and graphic systems.

2. Based on the Design Development architectural drawings prepared by Archimania, further develop the architectural drawings for the parking structure including stair/elevator towers and building elevations.

3. Meet with all team members and Shelby County representatives to review progress and to coordinate the construction documents.

4. Perform internal Quality Control review of the work within our design scope of services.

5. Review and comment on the final estimate of probable construction costs, prepared by others, for the parking structure portions of the project.

Bid/Negotiation

1. Provide one copy of design documents and specifications for use by the County to issue to prospective bidders, and other design team professionals.

2. Attend one (1) pre-bid meeting and answer questions.

3. Review bids with the project team and assist with final recommendations.

Construction Administration Phase

1. Review shop drawings and material submittals for items in our scope. We will provide Interior design services with color and material finish selections.

2. In addition, to our typical periodic construction site visits, we anticipate the following specifically scheduled allotment of site visits during the Construction Administration Phase:

    a. One preconstruction meeting
    b. Three periodic site visits during foundation construction
    c. Four periodic site visits during structure construction
    d. Two periodic site visits during miscellaneous construction
    e. One site visit for signage installation, striping and PARCS
    f. One site visit for final punch list
    g. One site visit for one-year warranty observation

3. Provide field reports for each site visit.

4. We suggest that all field testing and quality assurance for the construction phase, including geotechnical quality assurance, concrete testing, reinforcement inspection, etc., be procured by Archimania. These services are not included in our proposal.

5. Review and make recommendations regarding Contractor contract revisions or change orders.

6. Respond to Requests for Information from the Contractor.

7. Prepare a final punch list.

8. Visit site prior to one-year warranty expiration to observe elements needing repair under the construction guarantee, as noted previously.

9. Reimbursable expenses are invoiced at 1.20 times the actual direct cost of transportation and subsistence of principals and employees when traveling in connection with the work, toll telephone calls and facsimile transmissions, postage and express-delivery service, reproduction of reports and drawings, and similar project-related items.

10. As stated earlier, the fee percentage stated is a percentage of anticipated construction cost. The exact percentage will vary within this range based on the program Shelby County decides to pursue. The overall fee will be adjusted based on a similar standard process utilized by the State of Tennessee.

11. Structural Design for the parking structure and limited mixed-use elements is provided. This proposal includes Structural Engineering services for a parking structure including those with timber and light-gauge metal stud framing construction on top or for retail/office use on the street level.

Underground Infrastructure Component

Schematic Design, Design Development, Construction Documents, Bid/Negotiation and Construction Administration Phases.

1. In addition to the work we will perform on the parking garage, we will perform the following as part of our Underground Infrastructure scope of work and concurrent with the phases listed above in the Parking Garage Component.

2. Our understanding of the project and the extent of services offered are summarized herein based on our previous discussions and present knowledge of the facility. Design services include mechanical, plumbing, electrical and fire protection with deliverables being a finished set of Construction Documents for these trades that is readily built and is suitable for permitting and competitive bidding. Construction phase services include submittal review and continued involvement throughout construction with phone support as needed and monthly site observations to insure the work we design is performed to project requirements.

3. Design services also include the infrastructure of chilled water piping, raceways and manholes necessary to link together the chilled water systems and communication centers in the major west campus facilities. We will provide the architectural, civil, mechanical and electrical support to define the specific piping and raceway sizes and configurations to support each building. All routing will be determined to insure the best long term service to the County. Piping and insulation systems will be jointly determined. The piping and raceway connections will be designed to allow service from the newly installed infrastructure. For the chilled water systems, this entails significant design effort to connect each plant. We

4. We expect to serve all smaller buildings from the most modern and efficient plant in 201 Poplar and allow the smaller buildings to simply back-up the main plant. This means 157 Poplar will not require a chilled water plant.

5. The data and communication work is less technical, but requires determinations of capacity and routing of raceways to all of the appropriate network rooms in each building.

6. We will provide reasonably known civil requirements such as borings, casings, vaults and manholes to facilitate datacom and chilled water piping installation. We also anticipate minor architectural modifications in order to route chilled water piping to the penthouse of the Administration Building.

7. We intend to connect the following West Campus building: 157 Poplar Building, Criminal Justice Center, Administration Building, Archives Building and the Courthouse.

8. Our work excludes Acoustic and Vibration Engineering.

9. We will meet with the county's staff to design systems which comply with the design intent as well as the County's operational and maintenance requirements, perform a site investigation to determine the detailed scope including routing, features and services necessary to implement this project, verify in the field the routing within existing buildings to insure that our design is readily constructible, coordinate with state and local authorities during the design phase to incorporate features that are required by their review, reply to all questions from code officials, perform project observations/site meetings, not to exceed once every four weeks during construction, perform a final observation with itemized deficiency list.